

SILLS CUMMIS & GROSS P.C.

One Riverfront Plaza
Newark, NJ 07102-5400
Telephone: (973) 643-7000
Facsimile: (973) 643-6500
Attorneys for Defendants
Peter S. Knight, Ronald M.
Nordmann, Thomas P. Rice,
Melvin Sharoky, Joseph E.
Smith, Patrick J. Zenner, Par
Pharmaceutical Companies,
Inc. and Patrick G. LePore

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

ROBERT DUVALL, Individually and on	:	Civil Action No. 12-5109
Behalf of All Others Similarly Situated,	:	(SRC-CLW)
Plaintiff,	:	Honorable Stanley R. Chesler
vs.	:	Motion Return Date: September
PAR PHARMACEUTICAL COMPANIES,	:	17, 2012, or such earlier date as
INC., PETER S. KNIGHT, PATRICK G.	:	may be set by the Court
LEPORE, RONALD M. NORDMANN,	:	
THOMAS P. RICE, MELVIN SHAROKY,	:	
JOSEPH E. SMITH, PATRICK J.	:	(Oral Argument Requested)
ZENNER, TPG CAPITAL, L.P., SKY	:	
GROWTH HOLDINGS CORPORATION,	:	
and SKY GROWTH ACQUISITION	:	
CORPORATION,	:	
Defendants	:	REPLY CERTIFICATION OF
	:	SANDRA C. GOLDSTEIN
	:	
	:	<i>Document Electronically Filed</i>

SANDRA C. GOLDSTEIN, being of full age, certifies as follows:

1. I am a Member of the law firm of Cravath, Swaine & Moore LLP, and counsel of record for Defendants Peter S. Knight, Ronald M. Nordmann, Thomas P. Rice, Melvin Sharoky, Joseph E. Smith and Patrick J. Zenner. I have been admitted *pro hac vice* in this matter. I submit this Certification to the Court in further support of Defendants' Motion to Proceed in One Jurisdiction.

2. Attached hereto as Exhibit A is a true and correct copy of the Stipulated Scheduling Order in In re Par Pharmaceutical Companies, Inc. Shareholders Litigation, C.A. No. 7715-VCP (Del. Ch. Sept. 7, 2012).

3. Attached hereto as Exhibit B is a true and correct copy of Judge Contillo's September 6, 2012 order staying the actions in Wilkinson v. LePore, Docket No. BER-C-229-12 (N.J. Super. Ct. Ch. Div.), and Femia v. Par Pharm. Cos., Inc., Docket No. BER-C-263-12 (N.J. Super. Ct. Ch. Div.).

I certify under penalty of perjury that the foregoing is true and correct.


SANDRA C. GOLDSTEIN

Executed on September 10, 2012

EXHIBIT A



GRANTED

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE PAR PHARMACEUTICAL COMPANIES,
INC. SHAREHOLDERS LITIGATION

Consolidated
C.A. No. 7715-VCP

[PROPOSED] STIPULATED SCHEDULING ORDER

WHEREAS, on August 14, 2010, the Court granted the Amended Order of Consolidation and Organization of Plaintiffs' Counsel;

WHEREAS, on August 21, 2012, Plaintiffs filed a Motion for a Preliminary Injunction; and

WHEREAS, the parties have discussed and agreed upon the proposed schedule and ancillary issues as set forth below;

IT IS HEREBY STIPULATED AND AGREED, by and among the parties through their undersigned counsel, subject to the approval of the Court, that the following schedule shall govern further proceedings in this action;

1. The parties shall substantially complete their document production by September 5, 2012, and exercise their best efforts to complete their production on that date or as soon as possible thereafter.

2. Fact depositions for defendants shall take place during the period from September 7 through September 13, 2012.

3. Fact depositions for plaintiffs shall take place during the period from September 7 through September 15, 2012.

4. Plaintiffs shall identify any expert that will submit an affidavit and/or report by September 6, 2012.

5. Defendants shall identify any expert that will submit an affidavit and/or report by September 10, 2012.

6. Plaintiffs shall serve any expert affidavit and/or report no later than September 14, 2012.

7. Defendants shall serve any expert affidavit and/or report no later than noon on September 19, 2012.

8. Plaintiffs shall serve and file their opening brief in support of their Motion for a Preliminary Injunction no later than September 14, 2012.

9. Expert depositions will take place during the period from September 17 to September 18, 2012.

10. Defendants shall serve and file their answering brief(s) in opposition to Plaintiffs' Motion for a Preliminary Injunction no later than noon on September 19, 2012.

11. Plaintiffs shall serve and file their reply brief in support of their Motion for a Preliminary Injunction no later than 10 a.m. on September 20, 2012.

12. The Court will hear oral argument on Plaintiffs' Motion for a Preliminary Injunction at 3 p.m. on September 21, 2012.

13. The parties may amend the dates set forth in paragraphs 1 - 10 of this Order by written agreement, without Court approval. All other deadlines, and the hearing date, may be amended only by order of the Court.

KOHN SWIFT & GRAF, P.C.
One South Broad Street
Suite 2100
Philadelphia, PA 19107

MOTLEY RICE LLC
28 Bridgeside Boulevard
Mt. Pleasant, SC 29464

Co-Lead Counsel for Plaintiffs

/s/ P. Bradford de Leeuw
Carmella P. Keener (#2810)
P. Bradford de Leeuw (#3569)
ROSENTHAL, MONHAIT &
GODDESS, P.A.
919 N. Market St., Suite 1401
P.O. Box 1070
Wilmington, DE 19899
(302) 656-4433

Co-Liaison Counsel for Plaintiffs

/s/ Ralph Sianni
Ralph Sianni (#4151)
STEWARTS LAW US LLP
1201 North Orange Street
Wilmington, DE 19801
(302) 298-1200

Co-Liaison Counsel for Plaintiffs

OF COUNSEL:

James N. Kramer
ORRICK, HERRINGTON & SUTCLIFFE
LLP
The Orrick Building
405 Howard Street
San Francisco, CA 94105-2669

Richard Gallagher
ORRICK, HERRINGTON & SUTCLIFFE
LLP
1000 Marsh Road
Menlo Park, CA 94025-1015

/s/ Rolin P. Bissell
Rolin P. Bissell (#4478)
Elena C. Norman (#4780)
Paul J. Loughman (#5508)
YOUNG CONAWAY STARGATT &
TAYLOR, LLP
Rodney Square
1000 North King Street
Wilmington, DE 19899-0390
(302) 571-6600

*Attorneys for Defendants Par Pharmaceutical
Companies, Inc., and Patrick G. LePore*

OF COUNSEL:

Sandra C. Goldstein
CRAVATH, SWAINE & MOORE LLP
Worldwide Plaza
825 Eighth Avenue
New York, NY 10019-7475

/s/ Gregory P. Williams

Gregory P. Williams (#2168)
Scott W. Perkins (#5049)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, DE 19801
(302) 651-7700

*Attorneys for Defendants Peter S. Knight,
Ronald M. Nordmann, Thomas P. Rice, Melvin
A. Sharoky, Joseph E. Smith and Patrick J.
Zenner*

OF COUNSEL:

Christopher G. Green
Christy A. Rodriguez
ROPES & GRAY LLP
Prudential Tower
800 Boylston Street
Boston, MA 02199-3600
(617) 951-7000

/s/ A. Thompson Bayliss

A. Thompson Bayliss (#4379)
ABRAMS & BAYLISS LLP
20 Montchanin Road, Suite 200
Wilmington, DE 19807
(302) 778-1000

*Attorneys for Defendants TPG Capital, L.P.,
Sky Growth Holdings Corporation and Sky
Growth Acquisition Corporation*

Martin J. Crisp
ROPES & GRAY LLP
1211 Avenue of the Americas
New York, NY 10036-8704

SO ORDERED this _____ day of September, 2012.

Vice Chancellor

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Donald F Parsons

File & Serve

Transaction ID: 46254898

Current Date: Sep 07, 2012

Case Number: 7715-VCP

Case Name: CONF ORD CONS W/ 7725, 7734, 7740-VCP - IN RE PAR PHARACEUTICAL
COMPANIES INC SHAREHOLDERS LITIGATION

Court Authorizer: Parsons, Donald F

/s/ **Judge Parsons, Donald F**

EXHIBIT B

SILLS CUMMIS & GROSS P.C.

One Riverfront Plaza

Newark, New Jersey 07102-5400

(973) 643-7000

Attorneys for Defendants Peter S. Knight,

Ronald M. Nordmann, Thomas P. Rice,

Melvin Sharoky, Joseph E. Smith, Patrick J.

Zenner, Par Pharmaceutical Companies, Inc. and

Patrick G. LePore

FILED
SEP -6 2012
Robert P. Contillo
P.J.Ch.

ROPES & GRAY LLP

1211 Avenue of the Americas

New York, New York 10036

(212) 596-9000

Attorneys for Defendants TPG Capital, L.P.,

Sky Growth Holdings Corporation and Sky

Growth Acquisition Corporation

JACK E. WILKINSON, Individually and
On Behalf Of All Others Similarly
Situating,

Plaintiff,

v.

PATRICK G. LEPORE, et al.,

Defendants.

: SUPERIOR COURT OF NEW JERSEY
: CHANCERY DIVISION: BERGEN COUNTY

:
: Docket No. BER-C-229-12

:
: Civil Action

:
: **ORDER**

ROBERT FEMIA, on behalf of himself and
all others similarly situated,

Plaintiff,

v.

PAR PHARMACEUTICAL
COMPANIES, INC., et al. ,

Defendants.

: SUPERIOR COURT OF NEW JERSEY
: CHANCERY DIVISION: BERGEN COUNTY

:
: Docket No. BER-C-263-12

:
: Civil Action

THIS MATTER having been brought before the Court on the cross-motion of Sils

Cummis & Gross P.C., attorneys for Defendants Peter S. Knight, Ronald M. Nordmann, Thomas

P. Rice, Melvin Sharoky, Joseph E. Smith, Patrick J. Zenner, Par Pharmaceutical Companies, Inc. and Patrick G. LePore, and Ropes & Gray LLP, attorneys for Defendants TPG Capital, L.P., Sky Growth Holdings Corporation and Sky Growth Acquisition Corporation, for an Order staying Plaintiffs' actions pending resolution of class actions in Delaware state court; and the Court having considered the papers submitted and the arguments of counsel; and for good cause shown;

IT IS on this 6 day of Sept., 2012,

ORDERED that Defendants' cross-motion for a stay pending resolution of class actions in Delaware state court is hereby GRANTED and that Plaintiffs' actions hereby are stayed pending resolution of the class actions in Delaware state court; and it is further

ORDERED that Plaintiffs' motions by order to show cause for expedited discovery are hereby DENIED and that no discovery shall proceed while Plaintiffs' actions are stayed pending resolution of the class actions in Delaware state court; and it is further

ORDERED that true copies of this Order shall be served by counsel for Defendants upon counsel for Plaintiffs within seven (7) days of the date of receive of this Order from the Court.


ROBERT P. CONTILLO, P.J.Ch.

____ Opposed
____ Unopposed

A status conference is being scheduled
for 10.18.12 at 11:00 am.